

# Exhibit Q

Agenda for Special Meeting of  
General Motors Corporation and Toyota Motor Corporation  
regarding New United Motors Manufacturing, Inc.  
12:45 p.m. June 12, 2009 at NUMMI

<u>No.</u>	<u>Topic</u>	<u>Presenter</u>
One	GM's Chapter 11 process and timing	GM
Two	TMC's credit support	TMC
Three	Plan for current Vibe	GM
Four	Plan for Tacoma truck	GM
Five	Plan for next generation car	GM
Six	Other	All

**Item 1 - Chapter 11 Process & Implications**

- General Motors Corporation, the owner of GM's equity stake in NUMMI, filed Chapter 11 bankruptcy protection on June 1, 2009
  - As part of the bankruptcy process, key assets of GM will be sold to a U.S. government-sponsored entity (NewGM) as part of a "363 Sale"
  - Sale hearing will be held in court on June 30, 2009, with an expected close on or before July 31, 2009
- Any asset or entity that NewGM purchases should have a positive economic business case
- Any assets that are not sold to NewGM will be liquidated over time as part of OldGM
- GM / US Treasury must determine if the NUMMI venture has a positive business case to being included in the sale to NewGM
  - With the recent decision to wind down the Pontiac brand, NewGM will not have a need for the Vibe
  - However, if a Tacoma variant could be made available with commercially reasonable terms, then the NUMMI venture could be included in the sale to NewGM
    - Assumes NUMMI will be self reliant as GM will not be able to provide any further financial support going forward

## Item 1 - Chapter 11 Timeline & Process

Estimated Date	Action	Comments
June 1	GM file bankruptcy with US government	
June 1 – June 30	GM prepares closing documents for closing 363 sale upon courts approval of GM's proposal	- GM is preparing documents for potential June 30 transaction close
June 15 – June 26	GM Provides communication to NUMMI & TMC and requests approval for change of control	- Written request from GM Legal and Troy Clarke to TMC
June 26	GM must finalize entities to include in NewGM	- GM must finalize decision to include NUMMI in old or new GM with close transaction
June 30	GM has hearing in front of US Bankruptcy Court to get approval for 363 sale to NewGM	- US Bankruptcy Court judge approves the Sale
July 31 *	Transaction Close - GM completes final documents to close the NewGM / OldGM transaction	- If possible, GM will close transaction on June 30 - NUMMI stock transfer would occur from OldGM to NewGM

\* If an outside party files an objection, similar to Chrysler filing, could result in delay of transaction close date



## Item 3 – Current Vibe

- On June 4, 2009, based on direction from NASB, GM communicated to both TMC & NUMMI the following:
  - All work on the Vibe MCE and Vibe repurposing should be stopped
    - GM considered rebranding but there was no natural fit in current portfolio
    - Investigating branding as a Saturn. GM understands TMC has no desire to have a Vibe relationship outside of NUMMI or GM
- New revelation that GM cannot purchase the Vibe from NUMMI beyond July 31, 2009
  - GM investigating potential to extend through August 31, 2009 on a very limited basis
  - After July 31, 2009 Pontiac Dealers will be working under their Wind Down Agreement to sell remaining inventory
- GM requests NUMMI to investigate viability of JV without Vibe production until a GM Tacoma can be launched



## Item 4 – Truck Project

- GM assumptions:

- SOP: June 2010 (Go-fast version GM Tacoma truck (i.e. Grille, Badging, Interior Lighting, Accessory Wheel))
- MCE: June 2011 (Coincides with Tacoma's expected MCE, GM proposed changes: Grille, Bumper, Badging, Flares, Wheels, I/P Lighting)
- GM's preference is to implement the MCE changes in the June 2010 timeframe. Informal request to Toyota to provide timing.
- EOP: June 2013 (Tacoma Major) – more differentiation expected with the NG Tacoma
- CAB's: Double, Extended, Regular
- Volume: ~30K – 40K for GMC Tacoma
- Transfer price range: Under development, reference timeline
- Chevrolet badged Tacoma under consideration



## Item 4 – Truck Project

- Timeline

Dates reflect US Time

- NUMMI Board of Directors meeting – June 12<sup>th</sup>
- Transfer price proposal due to TMC – June 17<sup>th</sup>
- Transfer price and business meeting – June 18<sup>th</sup>
- Face to Face Meeting (Engineering and Design in Japan) – June 24<sup>th</sup>
  - Complete confidentiality agreement
  - Confirm program content
- Confirm status of transfer price and timing – June 24<sup>th</sup>
- Potential preliminary transfer price agreement – June 24<sup>th</sup>
- Decision point for NUMMI into NewGM – June 25<sup>th</sup>
- Complete MOU – July 1<sup>st</sup>
- Complete transfer price – July 17<sup>th</sup>
- TMC and GM leadership reviews and decision – week of July 20<sup>th</sup>
- GM "Tacoma" SOP – June/July 2010

